

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

Defendants.

AFFIDAVIT OF RAYMOND A. LYLE, II

Raymond A. Lyle, II, being duly sworn, deposes and says:

2. I am a resident of Georgia. I have never lived in New York nor have I ever owned real property in New York.

3. I was personally served with the Amended Complaint in Georgia. I do not have an agent appointed for service of process in New York.

4. I am the former Corporate Credit and Collections Manager of Nice Cars, Inc., a company located in Georgia. Nice Cars, Inc. and its affiliate were sold by my parents to plaintiff Manchester, Inc. pursuant to two share purchase and exchange agreements dated October 4, 2006 (the "Purchase Agreements"). I am not a party to the Purchase Agreements and thus I have not consented to the jurisdiction of this Court through the jurisdiction provisions of the Purchase Agreements.

5. I have never been an officer, director or shareholder of Nice Cars.

6. I have never conducted or transacted business in New York either on behalf of myself or any other person or entity.

7. I have never committed a tort in New York or outside New York causing injury in New York.

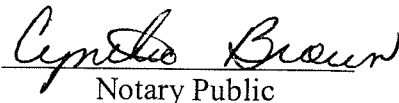
8. I do not maintain bank accounts in New York.

9. I do not advertise in New York.



Raymond A. Lyle, II

Sworn to before me this  
15 day of January, 2008.

  
Notary Public

**My Commission Expires March 29, 2009**